

DECLARATION
and
POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled **Automatic Surface Deviation Detector and Method of Use**, the specification of which

[X] is attached hereto.

[] was filed on _____ as
Application Serial No. _____
and was amended on _____.
(if applicable)

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

I hereby claim U.S. provisional application or foreign priority benefits under Title 35, United States Code, §119 of any U.S. provisional applications or any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior U.S. Provisional or Foreign Application(s)			Priority Claimed	
Number	Country	Day/Month/Year Filed	Yes	No
60/173,908	US	December 29, 1999	X	

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulation, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

(Application Serial No.) (Filing Date)

(Status)
(patented, pending,
abandoned)

(Application Serial No.) (Filing Date)

(Status)
(patented, pending,
abandoned)

I hereby appoint Deborah Neville, Registration No. 34,886 and Stacy S. Cook, Registration No. 42,435 of Applied Science Fiction, Inc. and Steven S. Boyd, Reg. No. 42,353; D. Brit Nelson, Reg. No. 40,370; Matthew Reeves; Reg. No. 33,339; Hieu Dang, Reg. No. 46,654; John Wilson Jones, Reg. No. 31,380, all of the firm Locke Liddell & Sapp LLP, 600 Travis Street, 3400 Chase Tower, Houston, Texas 77002-3095, (713) 226-1142, with full power in each of them, of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

The undersigned hereby authorizes the above-named U.S. attorneys to accept and follow instructions from **Applied Science Fiction, Inc.** as to any action to be taken in the Patent and Trademark Office regarding this application without direct communication between the undersigned and the aforementioned U.S. attorneys. In the event of a change in the firm or persons from whom instructions may be taken, the aforementioned U.S. attorneys will be so notified in writing by the undersigned.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I further appoint the above-named U.S. attorneys to represent the undersigned before all the competent international authorities in connection with any and all International Applications filed by the undersigned with the U.S. Patent and Trademark Office as receiving Office and to make or receive payments on behalf of the undersigned in such International Applications.

Full name of sole or first inventor: Stacy S. Cook

Inventor's signature

10/23/00

Date

Residence: Austin, Texas

Citizenship: US

Post Office Address: 9801 W. Parmer Lane, #2632
Austin, Texas 78717

Full name of second inventor: Albert D. Edgar

Inventor's signature Albert J. Edgar 10/23/00

Date

Residence: Austin, Texas

Citizenship: US

Post Office Address: 3912 Eton Lane
Austin, Texas 78727

Full name of third inventor: Gordon D. Ford

Inventor's signature Gordon D. Ford 10/23/00

Date

Residence: Round Rock, Texas

Citizenship: US

Post Office Address: 6019 Spindletop Terrace
Round Rock, Texas 78681

03752092-122290